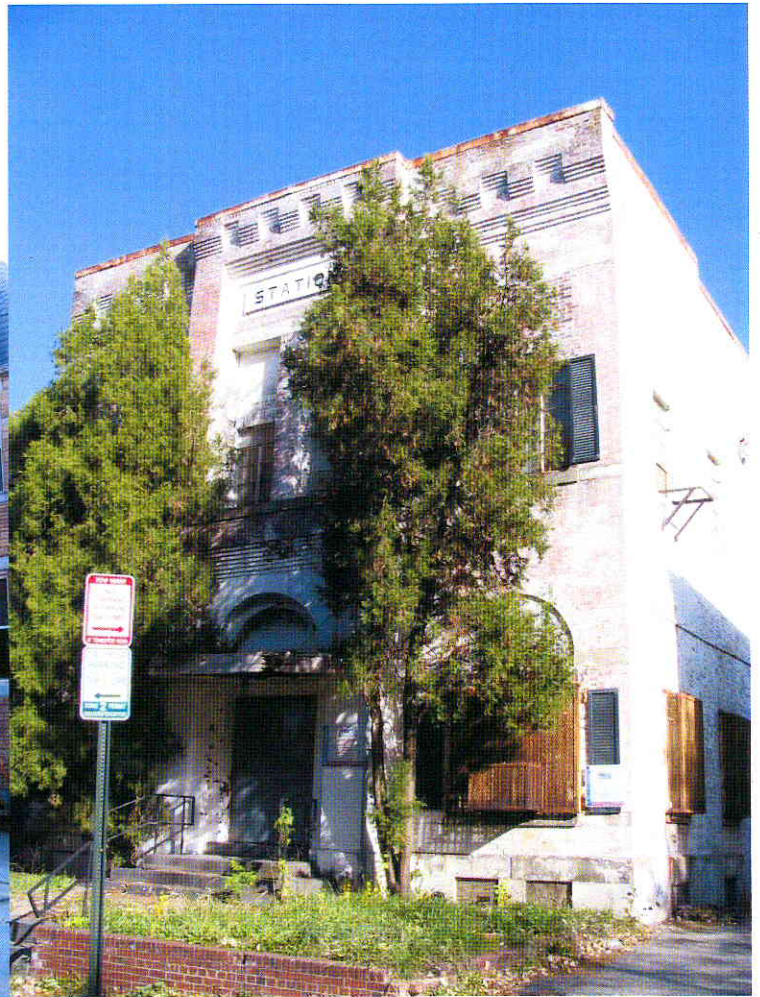




**Government of the District of Columbia
Office of the Deputy Mayor for Planning and Economic Development**

John A. Wilson Building
1350 Pennsylvania Avenue NW, Suite 317
Washington, DC 20004
<http://dcbiz.dc.gov>



**Capitol Hill Properties
Request for Proposals (RFP)**

Responses due March 22, 2008, no later than 3:00pm

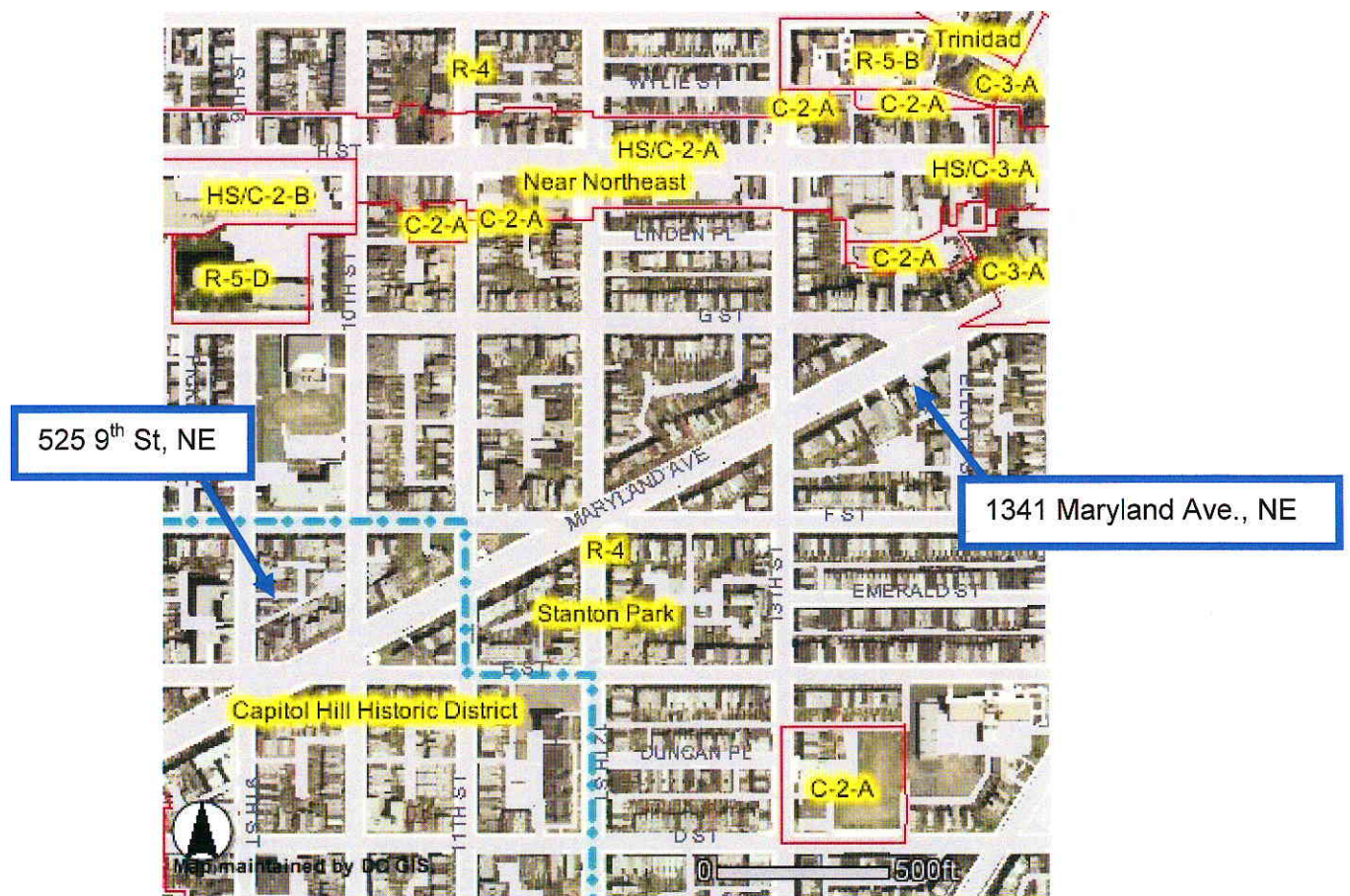
Capitol Hill Properties RFP

The Office of the Deputy Mayor for Planning and Economic Development (ODMPED) is soliciting offers for the purchase and redevelopment of 525 9th Street, NE, and 1341 Maryland Avenue, NE, (collectively referred to as “Properties”, individually referred to as “Property”) for residential use. The Properties will be disposed of pursuant to D.C. Official Code §10-801 in “as-is” condition, without warranty as to the physical or environmental condition of the land or structures. The District makes no representations regarding the character or extent of soil or subsurface conditions or the conditions and existence of utilities that may be encountered during the course of any redevelopment. Each Offeror should draw its own conclusions concerning conditions that may affect the methods or cost of redevelopment.

Offerors may make offers to purchase and redevelop one or both Properties. Offers will be evaluated on Offeror qualifications and experience, project feasibility, unit affordability, offer price, and Certified Business Enterprise participation. The selected Offeror(s) must sell or lease 30 percent of the residential units created on each Property to households earning 30 to 60 percent of the area median income.

1. Neighborhood Context

525 9th Street, NE, and 1341 Maryland Avenue, NE, are located in the Stanton Park neighborhood of Capitol Hill in Ward 6. 525 9th Street, NE, is within the Capitol Hill Historic District. Both Properties are within a few blocks of the H Street, NE, commercial corridor.



2. Property Information

SSL	Property Address	2008 Assessed Value	Lot Area (sf)	Ward	Zoning	Historic District
0936 0808	525 9 th Street, NE	\$984,820	5,690	6	R-4	Capitol Hill
1028 0830	1341 Maryland Avenue, NE	\$937,320	5,485	6	R-4	NA



525 9th Street, NE

The two-story brick structure with partial basement at 525 9th Street, NE, is within the Capitol Hill Historic District. It was erected in 1932 and was formerly used as a police station. The building contains approximately 5,200 square feet of gross floor area above grade.

The District of Columbia has owned 1341 Maryland Avenue, NE, since 1888. The improvements consist of a two-story brick structure with partial basement that appears to have been erected around 1894 and was formerly used as Engine House 10. The building contains approximately 5,500 square feet of gross floor area above grade. An application for placement of Old Engine House 10 on the National Register of Historic Places pursuant to the National Historic Preservation Act is pending. Information on the historic significance of Old Engine House 10 is provided in Appendix F.

Capitol Hill Properties RFP



1341 Maryland Avenue, NE

Offerors should review all applicable District of Columbia zoning and historic preservation regulations while preparing their offers.

3. Disposition Process

The selected Offeror(s) will have limited ability to negotiate the terms of their disposition agreement with ODMPED. The agreement will be subject to Council approval pursuant to D.C. Official Code § 10-801. Below is the anticipated schedule for the disposition process. The selected Offeror(s) will have up to one year to complete the regulatory process and proceed to settlement once a disposition agreement is executed.

Schedule

Action	Date
RFP Release	January 22, 2008
RFP Summary – Offerors Pre-Bid Meeting	February 5, 2008
Deadline for RFP Questions	March 15, 2008
Proposal Submission Date	March 22, 2008
Offeror Selection Shortlist	March 2008
Offeror Presentations to ANC	April 2008
Offeror Selection	May 2008
Complete Due Diligence and Negotiation of Disposition Agreement	November 2008
Obtain Council Approval of Disposition Agreement	December 2008
Execute Disposition Agreement	January 2009

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It shall be the sole responsibility of the Offeror(s) to identify any title objections or other encumbrances on the Properties. The District will convey the Properties subject to any and all objections and encumbrances of record that the District does not agree to remove in the disposition process.

The selected Offeror(s) will be required to fulfill or exceed current Green Communities Criteria (<http://www.greencommunitiesonline.org/tools/criteria/index.asp>), Leadership in Energy and Environmental Design (LEED) certification criteria (http://www.greenhomeguide.org/green_home_programs/LEED_for_homes.html), or a substantially equivalent standard when redeveloping the Properties and to complete the renovation or construction within one year. The selected Offeror(s) will be expected to bear all costs and expenses associated with any environmental remediation required on the Properties. Covenants will require that 30 percent of the residential units created on each Property remain affordable to households earning 30 to 60 percent of the area median income for 50 years in the case of rental units, and in perpetuity for homeownership units.

Questions regarding this RFP may be submitted in writing to Mr. Joseph Wolfe, Project Manager, at Office of the Deputy Mayor for Planning and Economic Development, 1350 Pennsylvania Avenue, NW, Suite 317, Washington, DC 20004 or by e-mail at joseph.wolfe@dc.gov. All questions must be submitted by March 15, 2008. All answers will be posted on the ODMPED website at www.dcbiz.dc.gov.

In order to inspect the interior of the Properties, Offerors must complete the Property Open House and Waiver form provided in Appendix E and return the completed form to Kelly Matthews at 2050 M Street, NW, Suite 600, Washington, DC 20036. Offerors may also fax the completed form to 202.724.9006 or e-mail the completed form to kelly.matthews@dc.gov. Offerors agree to enter the Properties at their sole risk and will hold the District harmless from and against all losses, liabilities, claims and damages caused by entry onto the Properties. Please contact Kelly Matthews at 202.724.8807 to determine the dates and times of the open houses.

4. General Proposal Requirements

Responsive Offers shall include the information required in this section. Any proposal submitted that does not include the information required in this section will not be considered a Responsive Offer and may be rejected, in the District's sole discretion.

While the Mayor, through ODMPED, may enter into negotiations with one or more Offeror(s) based on offers submitted in response to this solicitation, this solicitation does not commit ODMPED or the Mayor to select any Offerors or to enter into negotiations with any Offerors that may respond. The District reserves the right to reject any offer, or part of an offer, it deems incomplete or unresponsive to the submission requirements, to amend this solicitation or to reject all offers and re-issue a solicitation at a later date, each at its sole discretion. After review of one or more offers, the District may request submission of additional information from some or all of the Offeror(s), at the District's sole discretion. Any agreement to dispose of the Properties is conditioned upon the receipt of the approval of the Council of the District of Columbia pursuant to D.C. Official Code § 10-801.

- A.** Offerors must submit four copies of each proposal. Each copy of the proposal must be typed, bound in a three ring binder with tabs, and accompanied with an electronic

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version on a CD.

- B. The proposal must be clearly marked "Capitol Hill Properties RFP," identify Property or Properties that are the subject of the proposal, and have the Offeror's name, contact person who is authorized to negotiate on behalf of the Offeror, address, and phone number on it.
- C. Any signatory to the proposal is a certification by the signatory that the signatory is the person(s) in the Offeror(s)'s organization responsible for making such proposal and has been authorized, in writing, to act on behalf of the Offeror(s).
- D. Each proposal must have the following sections, which are further described in Section 5 of this Request for Proposals:
 - Qualifications and Experience
 - Project Feasibility
 - Unit Affordability (including the number and size of the units)
 - Offer Price
 - CBE Participation and First Source Hiring Commitment
- E. If your proposal contains information which you wish to be used only for evaluation and not disclosed for other purposes, except as may be required by the District's Freedom of Information Act (D.C. Official Code § 2-531 et seq.) ("FOIA"), you must specifically identify such data by including the following legend on the title page of your proposal and by marking each sheet containing restricted data as noted in parentheses below:

Use and Disclosure of Data

This data shall not be disclosed outside the District and shall not be duplicated, used, or disclosed in whole or in part for any purpose other than to evaluate the proposal. This restriction however does not limit the District's right to use, duplicate, or disclose the information contained in the data to the extent consistent with the District's needs in the evaluation process and/or if it is obtainable from another source without restriction.

(Use or disclosure of proposal data is subject to the restriction on the title page of this request for proposals.)

Proposals or parts thereof submitted without appropriate restrictive legends prescribed above may be handled as if free of all restrictions. If a proposal contains a restrictive endorsement or notice other than the one prescribed above, except for a FOIA "exempt information" legend in accordance with Paragraph 7.F, you must either correct such notice or remove the restricted material prior to any evaluation by the District.

All proposal documents will be the property of the District and retained by the District, and therefore will not be returned to the Offeror.

- F. The District is not liable for any costs incurred by an Offeror in submitting proposals in response to this solicitation.
- G. If, subsequent to receiving original proposals, negotiations are to be conducted, all

Capitol Hill Properties RFP

Offerors within the competitive range, as determined by the District, will be so notified and will be provided an opportunity to submit written best and final proposals at a designated date and time. After receipt of best and final proposals, no discussions will be reopened unless ODMPED determines that it is clearly in the District's best interest to do so, e.g. it is clear that information available at the time is inadequate to reasonably justify Offeror selection and award based on the best and final proposals received. If discussions are reopened, ODMPED shall issue an additional request for best and final proposals to all Offerors still within the competitive range.

- H. The selected Offeror must be licensed to conduct business in the District and must be in good standing with the District of Columbia government at the time the proposal is submitted. Please include copies of Good Standing Certificates from the Department of Consumer and Regulatory Affairs and the Office of Tax and Revenue. Applications for Certificates may be found on the following websites:

Department of Consumer and Regulatory Affairs - <http://mblr.dc.gov/corp/faqs/16.shtm>
Office of Tax and Revenue - <http://otr.cfo.dc.gov/otr/cwp/view,A,1329,Q,637465.asp>

For more information on the certification process, please call the Department of Consumer and Regulatory Affairs at (202) 442-4400 and the Office of Tax Revenue at (202) 442-6800.

- I. Proposals must be submitted by March 22, 2008, no later than 3:00pm to:

Capitol Hill Properties RFP
Office of the Deputy Mayor for Planning and Economic Development
1350 Pennsylvania Avenue, NW, Suite 317
Washington, DC 20004

5. Selection Requirements and Scoring

ODMPED will use the following criteria to evaluate proposals that are submitted in response to this RFP. Notwithstanding the following criteria, any proposal deemed not feasible will be rejected with explanation:

Criteria	Points
Offeror Qualifications and Experience	Up to 15 points
Project Feasibility	Up to 45 points
Unit Affordability	Up to 20 points
Offer Price	Up to 10 points
CBE Participation	Up to 15 points

A. Qualifications and Experience

As part of their proposal Offerors will provide the following Information:

- 1) Name and background information for members of the development team.
- 2) If proposing a partnership, outline the roles and responsibilities of each Offeror including, but not limited to the areas of project management, financing, historic preservation, and construction.

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Respondents must evidence their qualifications and experience by providing a list of the relevant projects with which the managing principal has had primary involvement in renovating and converting historic structures to residential use and remediating asbestos, lead paint, and other environmental hazards. List the projects by the year they were completed. For *each* project, provide:

- 1) The address and/or name of each property;
- 2) The managing principal's role for each property;
- 3) A description of the work completed for each property;
- 4) A description of the finances of each property, including, at a minimum:
 - The purchase price,
 - The rehabilitation or construction costs,
 - The sale price or rental income, and
 - The financing structure;
- 5) A description of the materials used on each property;
- 6) Indication of whether the project met LEED or Green Communities standards;
- 7) A photo of each property; and,
- 8) The name and telephone number of persons familiar with the project who can respond to inquiries.

Respondents may submit additional material that they believe will assist in evaluating the ability of the development team, sole proprietor, or development company.

B. Feasibility

Responses should address all eight elements of this section: project description, zoning, historic preservation, development schedule, financing, community outreach, marketing, and Offeror capacity.

- 1) Project Description – Generally, ODMPED prefers matter of right projects over those that need regulatory relief. The exterior design and architectural features must be compatible with existing neighborhood architectural context.

Provide a brief narrative description (no more than three paragraphs) of the proposed development project for each Property. Identify the total number of units and number of affordable units to be produced at each Property. In addition to the above, provide the following:

- Conceptual floor plans and site plans (may be sketches or hand drawings). Identify where any demolition and/or additions are proposed. Site plans should show the relationship between the project and the structures on the immediately adjacent lots with consideration to existing setbacks and other zoning requirements. Please identify all zoning relief required if proposing something other than a matter of right project.
- Conceptual elevations showing the relationship between the project and the structures on the immediately adjacent lots with consideration to compatible historic scale, massing, and materials (may be sketches or hand drawings).
- Description of the amenities, number of bedrooms, baths, etc.
- Narrative addressing exterior design issues, parking, and site work.
- Description of the quality and grade of construction materials, equipment and finishes.

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- List of equipment/appliances/products to be used in the renovations.

2) Zoning Requirements – Provide a brief narrative that demonstrates how the proposed designs are compatible with the existing neighborhood. Proposals should also describe any anticipated zoning relief required if not proposing a matter-of-right development. Zoning regulations can be found on the Office of Zoning website: <http://dcoz.dc.gov/main.shtm>.

3) Historic Preservation Requirements – Submit a brief narrative that describes a plan for complying with all applicable historic preservation laws and regulations. Identify relevant historic elements and architectural features and describe how the proposed redevelopment will impact the historic fabric of the improvements on the Properties and, for 525 9th Street, the character of the surrounding neighborhood. Historic preservation law and regulations can be found on the Historic Preservation Office website: http://planning.dc.gov/planning/cwp/view,a,1284,q,570741,planningNav_GID,1706,planningNav,%7C33515%7C.asp.

Please note that Offerors may be eligible for a 20% federal income tax credit on the cost of rehabilitating an income-producing building. For tax credit and other general historic preservation questions, Offerors are encouraged to consult with the District of Columbia Historic Preservation Office, which may be contacted at (202) 442-8835.

4) Development Schedule – Describe the anticipated timeline and phasing of the project. Offerors should describe the timeframe by which they propose to obtain permits, begin construction and complete sale to the homebuyer.

5) Financing – Provide evidence of financing (debt and equity) and how the financing will impact the development timetable. ***Proposals that fail to provide evidence of adequate financial capacity will be considered non-responsive.*** Describe the funding source – equity, loan, line of credit– to be used. If using a revolving construction line of credit, demonstrate that the line is sufficient to allow development as per the proposed development schedule. Please identify any pre-sale requirements imposed by the private financing.

6) Community Outreach – Maintaining positive community relationships during the predevelopment and construction phases is essential. Indicate the development team's approach to reaching out to the community, as well as applicable experience with previous developments.

7) Marketing - Submit a brief narrative that describes the marketing plan for the units. Specifically, the narrative should describe how sales will be done, who will do them, and the name(s) of outside agent/broker if one is to be used. Include the rationale for the anticipated sales prices to the initial buyers; providing comparables is highly encouraged. Describe your plan for assisting first-time buyers to access homeownership training, homebuyer assistance programs and potential lenders

8) Development Team Capacity - Provide ODMPED a list and description of projects that the proposed development team currently has in predevelopment and under construction and address the team's capacity to accomplish the proposed redevelopment within the timeframe described in Section 3.

C. Affordability

1) No less than 15% of any housing units shall be affordable to low-income households, and no less than 15% of any housing units shall be affordable to moderate-income households. "Low income household" means a household consisting of one or more persons with income equal to or less than 30% or less of the area median income. "Moderate income household" means a household consisting of one or more persons with income equal to or less than 60% or less of the area median income and greater than 30% of the area median income. Affordability requirements are as follows:

Affordability Requirement	
<i>% of Total Units</i>	<i>Affordability Level (as % of AMI)</i>
15%	30% of AMI and below
15%	31% to 60% of AMI
If the percentage of total units is not a whole number, the number will be rounded down to the next lower whole number. <i>A minimum of one residential unit at each Property must be affordable for households with incomes 60 percent of AMI and below.</i>	

In order to establish affordability, the proposal must demonstrate that 30 percent of the residential units to be developed are affordable to households with incomes at or below 60% AMI and that 15 percent of the units are affordable to households with incomes at or below 30% AMI. Offerors must complete the Affordability Spreadsheet provided in Appendix A for affordable units that are to be sold. Offerors should not assume that buyers will receive Home Purchase Assistance Program assistance.

2) For the purposes of this RFP, ODMPED will use the following income guidelines:

Area Median Household Income				
% of Median	Number of Persons			
	1	2	3	4
100	\$66,150	\$75,600	\$85,050	\$94,500
60	\$39,690	\$45,360	\$51,030	\$56,700
30	\$19,845	\$22,680	\$25,515	\$28,350

For the purposes of this RFP, ODMPED will use the following maximum rent guidelines:

Maximum Rents				
Income Limit	Efficiency	1 BR	2 BR	3 BR
60% of AMI	\$884	\$913	\$1,084	\$1,241
30% of AMI	\$388	\$382	\$446	\$504

3) ***Proposals that fail to adhere to the aforementioned affordability criteria will be considered non-responsive.***

D. Offer Price: The bid that has the highest offering price while meeting the minimum affordability requirement will receive the highest score for this category.

E. Certified Business Enterprise Participation: The selected Offeror(s) must comply with the "Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005," codified in D.C. Official Code §§ 2-218.01 et seq., which

governs contracting and procurement with, and equity and development participation by, certified local, small and disadvantaged businesses (CBE's). As required by D.C. Official Code § 2-218.49(a), 20% of the equity and development participation of the selected Offeror(s) must be comprised of Certified Business Enterprises. The selected Offeror(s) will be required to execute a Certified Business Enterprise Utilization Agreement with the Department of Small and Local Business Development prior to executing a disposition agreement with the District that will require the Offeror(s) to include 20% CBE equity and development participation as part of their development team and to award at least 35 percent of contracting dollars to CBE contractors. A sample Certified Business Enterprise Utilization Agreement is provided in Appendix B. Please submit a letter stating a willingness to enter into such an agreement. ***Proposals that do not include this letter will be considered non-responsive.***

Up to 10 points will be awarded based on evidence of CBE participation on the development team. An additional 5 points shall be awarded to an Offeror submitting a winning proposal who is a CBE and whose primary place of business is in the District of Columbia. Proposals should provide the (1) Company name; (2) certification number; (3) status of company; and (4) term of certification for each CBE firm. Proposals should also describe the service(s) that each CBE will provide and the percentage of the total project cost for which each CBE firm is responsible.

F. First Source Employment Agreement: The selected Offeror(s) must enter into a First Source Agreement with the District Department of Employment Services that contains a commitment that at least 51 percent of new jobs created as a result of the development will be filled by District residents. A sample First Source Employment Agreement is provided in Appendix C. Please submit a letter stating a willingness to enter into such an agreement. ***Proposals that do not include this letter will be considered non-responsive.***

G. Deposit: The selected Offeror(s) will be required to deposit ten thousand dollars (\$10,000) per Property with the District upon execution of a disposition agreement. The deposit shall be in the form of a letter of credit similar to the sample provided in Appendix D. Each Offeror must provide a written statement committing themselves to making the deposit. The deposit shall secure Offeror's performance in accordance with the land disposition and development agreement(s) and will be held by the District through Offeror's successful completion of construction of the project. A payment and performance guaranty from the members or owners of the Offeror, which will guaranty completion of the project in accordance with the terms of the disposition and development agreement, will also be required.

6. Post-Conditional Award Requirements

The Selected Offeror(s) will be required to negotiate a disposition agreement that requires redevelopment of the Properties consistent with the final terms agreed upon by the District and Offeror(s). All requirements that must be met by the Offeror(s) prior to the execution of the disposition agreement(s) will be outlined in the conditional award letter(s) issued by ODMPED. These conditions will include evidence that all tax liabilities and other governmental impositions are current. If the District and the selected Offeror(s) are unable to agree on the final terms of a disposition agreement within 180 days, the District, in its absolute and sole discretion, may terminate negotiations and select a different Offeror(s) from among the Offerors that submitted offers, re-issue this solicitation, or take such other measures as it deems reasonable,

appropriate and/or necessary.

Notwithstanding any provision to the contrary, the District may not dispose of 525 9th Street, NE, and 1341 Maryland Avenue, NE, without Council authorization. Once the District and a selected Offeror agree on the final terms of a disposition agreement and such terms have been submitted to the affected Area Neighborhood Commission for comment in accordance with D.C. Official Code § 1-309.10, the Mayor will submit an authorizing resolution to the Council in accordance with D.C. Official Code § 10-801(b).

All Offeror and ODMPED development responsibilities and obligations will be clearly stated in the disposition agreement. Title to Properties in this RFP will not be transferred until the Offeror(s) has (have)

- Obtained Historic Preservation Review Board approval of designs;
- Secured building permit(s);
- Executed a First Source Hiring Agreement;
- Executed a Certified Business Enterprise Utilization Agreement; and
- Secured financing for the project(s).

The Offeror(s) will be required to submit to ODMPED copies of plans approved by the Department of Consumer and Regulatory Affairs for permits prior to transfer of title.

7. Reservations of Rights and Miscellaneous Provisions

The District reserves the right with respect to this RFP to:

- Cancel, withdraw or modify the solicitation prior to or after the submission deadline;
- Modify or issue clarifications to the solicitation prior to the submission deadline;
- Reject any submission it deems incomplete or unresponsive to the submission requirements;
- Consider a submission that is in noncompliance with the submission requirements;
- Reject all submissions that are submitted under the solicitation;
- Modify the deadline for submissions or other actions; and
- Reissue the solicitation, a modified solicitation, or a new solicitation whether or not any submissions have been received in response to the initial solicitation issuance.
- The District may exercise one or more of these rights, in its sole discretion, as it may deem necessary, appropriate, or beneficial to the District.

A. Notice of Modifications: The District will post on its website (<http://dcbiz.dc.gov>) any notices or information regarding cancellations, withdrawals, modifications to deadlines, and other modifications to this Offer. Offerors shall have an obligation to check the website for any such notices and information, and the District shall have no duty to provide direct notice to Offerors.

B. Change in Offeror Information: If information provided in a submission changes (e.g., change or addition to any of the Offeror's team members or new financial information), the Offeror shall provide updated information in the same format for the appropriate section of the Offer and the District may consider the modified submission.

C. Ownership and Use of Submissions: All submissions shall be the property of the District. The District may use any and all ideas in any submission, whether the

Capitol Hill Properties RFP

submission is selected or rejected, except as provided in Section 4.E of this solicitation.

- D. Restricted Communications:** Upon release of this solicitation and until selection of Offeror(s), Offerors shall not communicate with ODMPED staff about the offer or issues related to the offer except as authorized in this solicitation.
- E. Selection Non-Binding:** The selection by the District of an Offeror indicates only an intent by the District to negotiate with the Offeror and the selection does not constitute a commitment by the District to execute a final agreement or contract with the Offeror or dispose of the Properties to the selected Offeror.
- F. Confidentiality:** Submissions and all other information submitted in response to this solicitation are subject to the District's Freedom of Information Act (D.C. Official Code § 2-531 et seq.) ("FOIA"), which generally mandates the disclosure of documents in the possession of the District upon the request of any person, unless the content of the document falls within a specific exemption category. An example of an exemption category is "trade secrets and commercial or financial information obtained from outside the government, to the extent that disclosure would result in substantial harm to the competitive position of the person from whom the information was obtained."

If an Offeror provides information that it believes is exempt from mandatory disclosure under FOIA ("exempt information"), the Offeror shall include the following legend on the title page of the submission:

**THIS PROPOSAL CONTAINS INFORMATION THAT IS EXEMPT FROM
MANDATORY DISCLOSURE UNDER THE DISTRICT'S FREEDOM OF
INFORMATION ACT**

In addition, on each page that contains information that the Offeror believes is exempt from mandatory disclosure under FOIA, the Offeror shall include the following separate legend:

**THIS PAGE CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY
DISCLOSURE UNDER THE DISTRICT'S FREEDOM OF INFORMATION ACT**

On each such page, the Offeror shall also specify the exempt information and shall state the exemption category within which it believes the information falls.

Although ODMPED will generally endeavor not to disclose information designated by the Offeror as exempt information, ODMPED will independently determine whether the information designated by the Offeror is exempt from mandatory disclosure. Moreover, exempt information may be disclosed by ODMPED, at its discretion, unless otherwise prohibited by law, and the District shall have no liability related to such disclosure.

- G. Non-Liability:** By participating in the solicitation process, the Offeror agrees to hold the District, its officers, employees, agents, representatives, and consultants harmless from all claims, liabilities, and costs related to all aspects of this solicitation.

H. Negotiations:

1) The District has the right to begin negotiations with the next preferred Offeror in the event that a development agreement cannot be executed within the allotted period of negotiations with a prior selected Offeror. The District may terminate, in its sole and absolute discretion, negotiations with any Offeror if such Offeror introduces comments or changes to a development agreement that are inconsistent with its previously submitted offer materials.

2) In the course of best and final negotiations between the parties, the District reserves the right, in its sole discretion, to make and memorialize modifications to any offer in the form of a Memorandum of Understanding between the District and the Offeror.

I. Employment Restrictions: The District is subject to various laws, rules, policies and agreements that impose legal and ethical constraints upon current and former District employees and consultants with regard to post-employment restrictions vis a vis such employee's or consultant's involvement in District-led projects. In particular, restrictions include:

1) All Offerors and members, agents, or employees of Offerors, are prohibited from: (i) making offers of employment, (ii) conducting any negotiations for employment, (iii) employing or, (iv) entering into contracts of any sort, with current employees, consultants, or contractors to the District, who are personally and substantially involved in any aspect of this Project whatsoever.

2) Offerors must disclose in their initial Offers, the names of any member, employee, contracted agent, or consultant who within three (3) years prior to the publication of this solicitation, were District employees, consultants, or contractors to the District. On a going forward basis, Offerors will be required to provide the District with regular and periodic notices of any and all new hires of employees, contracted agents, or consultants within five (5) days of any such hire.

3) This Section I shall apply to all Offerors during the conduct of this competition, and will subsequently apply to a selected Offeror until such time as final completion of development of the Project.

4) Required disclosures and notices notwithstanding, failure to comply with any obligation described in this Section I may result, in the District's sole and absolute discretion, in the Offeror's disqualification from consideration under this solicitation, the rescission of the Offeror's award, and/or termination of any agreement between the Offeror and the District.